

**BALL JANIK LLP**

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June 21, 2002

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, DC 20423

RECORDATION NO. **24006-A** FILED

**JUN 21 '02 11-03AM**

**SURFACE TRANSPORTATION BOARD**

Dear Secretary Williams:

I have enclosed the original and one certified copy of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is an Assignment of Memorandum of Lease Agreement, a secondary document, dated as of June 21, 2002. The primary document to which this is connected is recorded under a new Recordation No. We request that one copy of this document be recorded under the "A" suffix.

The names and addresses of the parties to the Assignment of Memorandum of Lease Agreement are:

Assignor:

LaSalle National Leasing Corporation  
One West Pennsylvania Avenue, Suite 1000  
Towson, MD 21204

Assignee:

LVI, LLC  
200 Clarendon Street  
Boston, MA 02116

A description of the equipment covered by the Assignment of Memorandum of Lease Agreement consists of 339 specialty covered hopper railcars numbered FPAX 980013, 980016-980023, inclusive, 980027, 980029, 980030, 980157, 980191-980194, inclusive, 980196, 980201, 980203, 980204, 980206-980231, inclusive, 980237, 980239, 980242-980245, 980249, 980260, 980262, 980264-980277, inclusive, 980279, 980284, 980289, 980291-980293,

## BALL JANIK LLP

Honorable Vernon A. Williams

June 21, 2002

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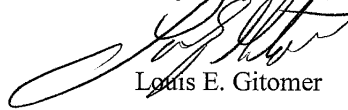
inclusive, 980295, 980297-980355, inclusive, 980357-980503, inclusive, and 980505-980560, inclusive.

A fee of \$ 30.00 is enclosed. Please return the original to:

Louis E. Gitomer  
Of Counsel  
Ball Janik LLP  
Suite 225  
1455 F Street, N.W.  
Washington, DC 20005

A short summary of the document to appear in the index follows: an Assignment of Memorandum of Lease Agreement between LaSalle National Leasing Corporation, One West Pennsylvania Avenue, Suite 1000, Towson, MD 21204, and LVI, LLC, 200 Clarendon Street, Boston, MA 02116, covering 339 specialty covered hopper railcars numbered FPAX 980013, 980016-980023, inclusive, 980027, 980029, 980030, 980157, 980191-980194, inclusive, 980196, 980201, 980203, 980204, 980206-980231, inclusive, 980237, 980239, 980242-980245, 980249, 980260, 980262, 980264-980277, inclusive, 980279, 980284, 980289, 980291-980293, inclusive, 980295, 980297-980355, inclusive, 980357-980503, inclusive, and 980505-980560, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosures

RECORDATION NO. 34006-A FILE

JUN 21 '02 11-03 AM  
SURFACE TRANSPORTATION BOARD

## ASSIGNMENT OF MEMORANDUM OF LEASE AGREEMENT

THIS ASSIGNMENT OF MEMORANDUM OF LEASE AGREEMENT is made and entered into as of JUNE 21, 2002, by and between LASALLE NATIONAL LEASING CORPORATION ("Assignor") and LVI, LLC ("Assignee").

Assignor and Nan Ya Plastics Corporation, America, Formosa Plastics Corporation, U.S.A., Formosa Plastics Corporation, America and Formosa Transrail Corporation (collectively, "Lessee") have heretofore entered into that certain Memorandum of Lease Agreement dated as of June JUNE 21, 2002 (the "Memorandum of Lease Agreement") pertaining to the railcars described therein (the "Railcars") leased pursuant to that certain Railcar Master Lease Agreement dated as of March 27, 2002. The Memorandum of Lease Agreement has been filed and recorded as Recordation No. \_\_\_\_\_ with the Surface Transportation Board pursuant to 49 U.S.C.11301 and 49 CFR 1177 on June 21, 2002, at \_\_\_\_\_ .m. and with the Registrar General of Canada pursuant to Section 105 of the Canada Transportation Act on June \_\_\_\_\_, 2002 at \_\_\_\_\_ .m.

Concurrently herewith, Assignor has assigned to Assignee all right, title and interest of Assignor in and to the Railcars and in and to the Lease solely to the extent relating thereto; and the parties desire to effect the assignment of the rights of Assignor under the Memorandum of Lease Agreement.

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) in hand paid, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest of Assignor in, to and under the Memorandum of Lease Agreement; and Assignee accepts such assignment.

This Assignment of Memorandum of Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one Assignment of Memorandum of Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Assignment of Memorandum of Lease Agreement to be executed as of the date first above written.

LASALLE NATIONAL LEASING  
CORPORATION

By: Regina M. McManis  
Name: Regina M. McManis  
Title: Vice President

LVI, LLC

By: John Hancock Leasing Corporation, Managing  
Member

By: David Santom  
Name: DAVID SANTOM  
Title: VICE PRESIDENT

STATE OF MARYLAND )  
 ) ss.  
COUNTY OF Baltimore )

On this 18 day of June, 2002 before me appeared Regina M. McManus,  
the person who signed this instrument, who acknowledged that (s)he is the Vice President of  
LASALLE NATIONAL LEASING CORPORATION and that, being duly authorized, (s)he  
signed such instrument as a free act on behalf of said corporation.

DANA L. WELKER  
[Seal] NOTARY PUBLIC  
BALTIMORE COUNTY

Dana L. Welker  
Notary Public

My commission expires:

11/12/03

DANA L. WELKER  
NOTARY PUBLIC  
BALTIMORE COUNTY

STATE OF MA )  
 ) ss.  
COUNTY OF Suffolk )

On this 19th day of June, 2002 before me appeared Dave Johnson,  
the person who signed this instrument, who acknowledged that he is the Managing Member  
Vice Pres of LVI, LLC and that, being duly authorized, he  
signed such instrument as a free act on behalf of said Company.

[Seal]

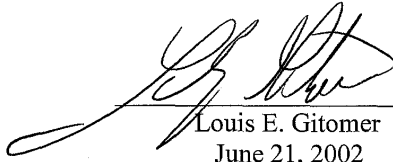
Gina Hua  
Notary Public

My commission expires:

12/20/02.

CERTIFICATION

I, Louis E. Gitomer, have compared this copy to the original Assignment of Memorandum of Lease Agreement dated as of June 21, 2002, and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.



\_\_\_\_\_  
Louis E. Gitomer  
June 21, 2002